

RECORDATION NO. 15508-A
FILED

HOPKINS & SUTTER

MAY 14 '98

10-23AM

(A Partnership Including Professional Corporations)

2800 Livernois, Suite 220, Troy, MI 48083-1220
TEL: 248.740.6600 FAX: 248.740.6613

WITH OFFICES IN
CHICAGO • WASHINGTON DC • TROY

MARY P. SCLAWY
Direct Line: 248.740.6602
Email: msclawy@hopsut.com

May 1, 1998

MAY 14 10 23 AM '98

RECEIVED
SURFACE TRANSPORTATION
BOARD

Secretary
Surface Transportation Board
Room 704
1925 K Street, NW
Washington, DC 20423-0001

Dear Secretary:

Enclosed for recordation pursuant to statute and 49 CFR 1177 are two counterparts of a Notice of Renumbering of Leased Units of Railroad Rolling Stock, dated April 15, 1998 and executed by Canadian National Railway Company pursuant to a Lease Agreement, dated as of January 25, 1988. The units covered by the Lease Agreement are 200 boxcars bearing new and old reporting marks as shown on Schedule A, attached to this letter.

The Lease Agreement was recorded on February 24, 1988 and assigned recordation number 15508.

The parties to the Lease Agreement are:

Lessor: C.K. Industries Inc.

Lessee: Canadian National Railway Company

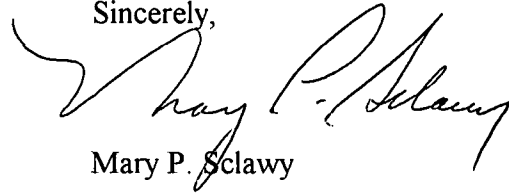
Enclosed is our check in the amount of \$26.

Please accept one counterpart of this document for filing, stamp the remaining

counterpart with your recordation number and return it and the fee receipt to the undersigned at the following address:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois
Suite 220
Troy, MI 48083-1220

Sincerely,

A handwritten signature in black ink, appearing to read "Mary P. Sclawy", written in a cursive style.

Mary P. Sclawy

C: John Lamont re CN file reference: 2042-76-4

SURFACE TRANSPORTATION BOARD
WASHINGTON, D.C. 20423-0001

OFFICE OF THE SECRETARY

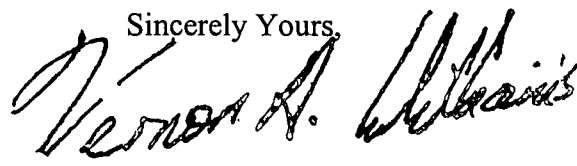
DATE:

Mary P. Sclawy
Hopkins & Sutter
2800 Livernois, Ste. 200
Troy, Michigan 48083-1220

Dear Madam:

The enclosed document(s) was recorded pursuant to the provisions of 49 U.S.C. 11301
and 49 CFR 1177.3(c), on 5/14/98 at 10:23AM, and
assigned recordation number(s). 15508-A.

Sincerely Yours,



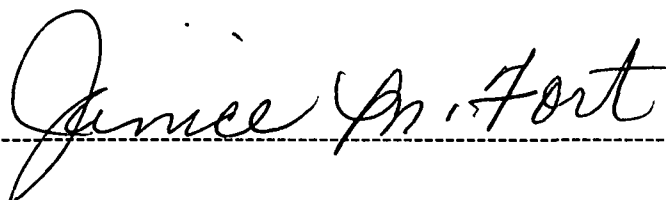
Vernon A. Williams

Enclosure(s)

26.00

\$-----The amount indicated at the left has been received in payment of a fee in connection with a document filed on the date shown. This receipt is issued for the amount paid. In the event of an error or any questions concerning this fee, you will receive a notification after the Surface Transportation Board has an opportunity to examine your document.

Signature-----



Schedule A

Original Car Number		Current Car Number (if changed)	
CN	549188	CN	413725
CN	549189	CN	413732
CN	549190	CN	413701
CN	549191	CN	413691
CN	549192	CN	413694
CN	549193	CN	413682
CN	549194	CN	413696
CN	549195		
CN	549196	CN	413699
CN	549197	CN	413709
CN	549198		
CN	549199	CN	413720

* Destroyed Units

21

PROVINCE OF QUEBEC)
) ss: In the matter of a Notice of Renumbering
DISTRICT OF MONTREAL)

On this 15th day of April, 1998, before me personally appeared John A.N. Lamont, to me personally known, who being by me duly sworn says that he is Senior Manager - Asset Finance of the Canadian National Railway Company, that said notice was signed on behalf of said corporation, and he acknowledged that the execution of the foregoing notice was the free act and deed of said corporation.

[Seal]


Commissioner for Oaths
lawyer

My commission expires: 31/03/99

MAY 14 '98

10-23 AM

**NOTICE OF RENUMBERING
OF LEASED UNITS
OF RAILROAD ROLLING STOCK**

WHEREAS Canadian National Railway Company as lessee (the "Lessee") entered into a Lease Agreement dated as of January 25, 1988, as amended, (the "Lease"), with **C.K. Industries Inc.** as lessor, originally covering two-hundred (200) units of railroad rolling stock; and

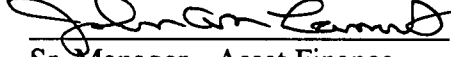
WHEREAS the Lease was recorded with:

- 1) The Interstate Commerce Commission (predecessor to the Surface Transportation Board), in accordance with 49 U.S.C. Section 11303 (now Section 11301), on February 24, 1988 and assigned recordation number 15508; and
- 2) The Office of the Registrar General of Canada, pursuant to Section 86 (which became Section 90) of the Railway Act of Canada (and is now Section 105 of the Canada Transportation Act), on or before February 16, 1988.

NOW THEREFORE, TAKE NOTICE THAT a) pursuant to the terms of the Lease, the Lessee has renumbered certain of the units of railroad rolling stock subject to the Lease, as set forth on Schedule A attached hereto and made a part hereof, and b) the Lessee shall cause this Notice of Renumbering to be filed at i) the Surface Transportation Board and ii) the Office of the Registrar General of Canada.

IN WITNESS WHEREOF, this Notice of Renumbering has been executed, by an authorized signatory of the Lessee, as of the 15th day of April 1998.

**CANADIAN NATIONAL RAILWAY
COMPANY, as lessee**

By: 
Its: Sr. Manager - Asset Finance

Schedule A

Original Car Number		Current Car Number (if changed)		Original Car Number		Current Car Number (if changed)	
CN	549000			CN	549047	CN	413705
CN	549001			CN	549048	CN	413690
CN	549002			CN	549049	CN	413729
CN	549003			CN	549050	CN	413736
CN	549004			CN	549051		
CN	549005			CN	549052	CN	413759
CN	549006			CN	549053	CN	413734
CN	549007			CN	549054	CN	413726
CN	549008			CN	549055		
CN	549009			CN	549056	CN	413715
CN	549010			CN	549057		
CN	549011			CN	549058	CN	413717
CN	549012			CN	549059	CN	413728
CN	549013			CN	549060	CN	413688
CN	549014			CN	549061	CN	413711
CN	549015			CN	549062	CN	413684
CN	549016			CN	549063	CN	413739
CN	549017			CN	549064	CN	413680
CN	549018			CN	549065	CN	413675
CN	549019			CN	549066	CN	413687
CN	549020			CN	549067	CN	413708
CN	549021			CN	549068	CN	413681
CN	549022			CN	549069	CN	413756
CN	549023			CN	549070	CN	413731
CN	549024			CN	549071		
CN	549025			CN	549072	CN	413733
CN	549026			CN	549073	CN	413721
CN	549027			CN	549074	CN	413752
CN	549028			CN	549075	CN	413757
CN	549029			CN	549076	CN	413703
CN	549030	CN	413724	CN	549077	CN	413692
CN	549031			CN	549078	CN	413698
CN	549032			CN	549079		
CN	549033			CN	549080	CN	413700
CN	549034			CN	549081		
CN	549035			CN	549082	CN	413754
CN	549036			CN	549083	CN	413716
CN	549037			CN	549084	CN	413689
CN	549038			CN	549085		
CN	549039			CN	549086		
CN	549040			CN	549087		
CN	549041	CN	413755	CN	549088		
CN	549042			CN	549089		
CN	549043			CN	549090		
CN	549044	CN	413738	CN	549091		
CN	549045			CN	549092		
CN	549046			CN	549093		

Schedule A

Original Car Number		Current Car Number (if changed)		Original Car Number		Current Car Number (if changed)	
CN	549094			CN	549141		
CN	549095			CN	549142	CN	413753
CN	549096			CN	549143		
CN	549097			CN	549144		
CN	549098			CN	549145		
CN	549099			CN	549146	CN	413677
CN	549100			CN	549147		
CN	549101			CN	549148		
CN	549102			CN	549149		
CN	549103			CN	549150	CN	413730
CN	549104			CN	549151	CN	413723
CN	549105			CN	549152	CN	413693
CN	549106			CN	549153	CN	413702
CN	549107			CN	549154		
CN	549108			CN	549155		
CN	549109			CN	549156		
CN	549110	CN	413679	CN	549157		
CN	549111			CN	549158		
CN	549112			CN	549159	CN	413710
CN	549113			CN	549160		
CN	549114			CN	549161	CN	413750
CN	549115			CN	549162		
CN	549116			CN	549163		
CN	549117			CN	549164	CN	413713
CN	549118			CN	549165		
CN	549119			CN	549166	CN	413683
CN	549120			CN	549167	CN	413737
CN	549121			CN	549168	CN	413706
CN	549122			CN	549169	CN	413714
CN	549123			CN	549170	CN	413758
CN	549124			CN	549171	CN	413707
CN	549125			CN	549172	CN	413712
CN	549126			CN	549173	CN	413704
CN	549127			CN	549174	CN	413685
CN	549128			CN	549175		
CN	549129			CN	549176	CN	413695
CN	549130			CN	549177		
CN	549131			CN	549178		
CN	549132			CN	549179	CN	413678
CN	549133			CN	549180	CN	413722
CN	549134			CN	549181	CN	413735
CN	549135	CN	413727	CN	549182		
CN	549136	CN	413686	CN	549183	CN	413697
CN	549137			CN	549184		
CN	549138			CN	549185	CN	413718
CN	549139	CN	413719	CN	549186		
CN	549140			CN	549187	CN	413676

Exhibit A

Covered Hopper Cars with AAR mechanical designation LO, built by National Steel Car Limited of Hamilton, Ontario in February 1979, in the numbers, and bearing the marks as specified below:

Group I Cars (65 units)

CN 383429 to CN 383493 inclusive; and

Group II Cars (61 units)

CN 383368 to CN 383428 inclusive.